

ERIC NILSSON, P.A.

ATTORNEY AT LAW

950 FLOUR EXCHANGE BUILDING

310 Fourth Avenue South

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phone 612-766-9505

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May 27, 2004

Rolin Cargill, III
Skolnick & Associates, P.A. VIA FAX
2100 Rand Tower
527 Marquette Avenue South
Minneapolis, MN 55402-1308

Patrick Hennessy
BEST & FLANAGAN, LLP VIA FAX
225 South Sixth Street
Minneapolis, MN 55402

Dwight Lindquist
527 Marquette Ave., Suite 1510 VIA FAX
Minneapolis, MN 55402

Office of the U. S. Trustee
1015 U.S. Courthouse HAND-DELIVERED
300 South Fourth Street
Minneapolis, MN 55415

Matters: 1. Seed Capital Group, LLC v. Nortech Forest Technologies, Inc., et al – United States District Court, District of Minnesota – Fourth Division, Court File No. 03-CV-3569 RHK/AHB (the “District Court Action”)

2. In re: Steven J. Fahrner – United States Bankruptcy Court, District of Minnesota – Fourth Division, Bky No. 04-40021 (RJK) (the “Bankruptcy Case”)

Our File No.: 32C.14.071103

Dear Sirs:

The District Court Action has been tentatively settled. A draft Settlement Agreement and Stipulation of Dismissal approved by Defendants Northern Flowers, LLC, Plaza I, Inc. and Daniel L. Gelb (the “Settling Defendants”) were conveyed to Plaintiff’s counsel, Mr. Cargill, who, in turn, reviewed the same and indicated to me that he thought his client would approve. (Plaintiff and the Settling Defendants had already reached an oral agreement on the basic settlement terms). However, as of this morning, I have not heard back from Mr. Cargill, who is attending a two-day CLE seminar, and the Settlement Agreement has not yet been executed.

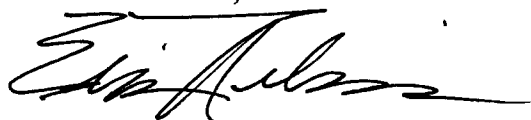
Subject to the Settlement Agreement (in the form transmitted to Mr. Cargill on Tuesday, May 25) *not* being executed by Plaintiff on or before the hearing on the objection set forth herein, the Settling Defendants hereby offer to purchase for \$5,000.00, the Internet domain names described in that

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May 27, 2004
Rollin Cargill, III
Patrick Hennessy
Dwight Lundquist
U.S. Trustee
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certain Notice of Sale and Settlement served and filed in the Bankruptcy Case. By way of background, Plaza I, Inc. is the holder of a personal guaranty of the debtor.

Sincerely,
ERIC NILSSON, P.A.

A handwritten signature in black ink, appearing to read "Eric Nilsson", written over a horizontal line.

Eric Nilsson

Enclosures

cc: Daniel L. Gelb

AFFIDAVIT OF SERVICE BY U.S. MAIL AND FACSIMILE

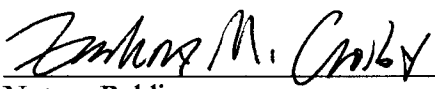
STATE OF MINNESOTA)
)ss.
COUNTY OF HENNEPIN)

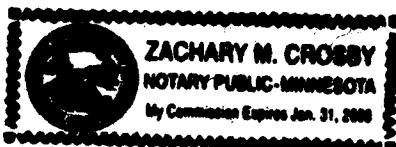
In re: Steven J. Fahrner
Bky. No. 04-40021 (RJ.K)

Eric Nilsson, being duly sworn, states that on the 27st day of May 2004, he served the attached Offer/Objection of Northern Flowers, LLC, Plaza I, Inc. and Daniel L. Gelb to the Notice of Sale and Settlement upon Rolin Cargill, III and SKOLNICK & ASSOCIATES, P.A., Patrick Hennessy and BEST & FLANAGAN, LLP and Dwight Lindquist by transmitting by facsimile to said attorneys, a copy thereof, to 612-677-7601; 612-339-5897; 612-332-8872, respectively, and to the United States Bankruptcy Trustee, a copy thereof, enclosed in an envelope, hand-delivered to the Office of the U.S. Trustee at 300 Fourth Avenue So., Minneapolis, MN 55415


Eric Nilsson

Subscribed and sworn to before me
this 27th day of May, 2004.


Notary Public



ERIC NILSSON, P. A.

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Minneapolis, MN 55415

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May 27, 2004

Clerk of United States Bankruptcy Court
300 Fourth Avenue South
Minneapolis, MN 55415

HAND-DELIVERED

**In re: Steven J. Fahrner – United States Bankruptcy Court, District of Minnesota – Fourth
Division, Bky No. 04-40021 (RJK)**

Our File No.: 32C.14.071103

Dear Madam/Sir:

Please accept for filing in the above-referenced case, the attached offer (objection) to the Notice of Sale and Settlement in said case. Also enclosed are original affidavits of service. Thank you.

Sincerely,

ERIC NILSSON, P.A.



Eric Nilsson

Enclosures

cc: Daniel L. Gelb